

Hearing Date: February 15, 2018 at 9:30 a.m. (Atlantic Standard Time)

**UNITED STATES DISTRICT COURT  
DISTRICT OF PUERTO RICO**

-----X  
In re: PROMESA  
THE FINANCIAL OVERSIGHT AND Title III  
MANAGEMENT BOARD FOR PUERTO RICO, No. 17 BK 3283-LTS  
as representative of  
THE COMMONWEALTH OF PUERTO RICO, *et al.* (Jointly Administered)  
Debtors.<sup>1</sup>

-----X  
In re: PROMESA  
THE FINANCIAL OVERSIGHT AND Title III  
MANAGEMENT BOARD FOR PUERTO RICO, No. 17 BK 4780-LTS  
as representative of  
PUERTO RICO ELECTRIC POWER AUTHORITY Court Filing Relates Only to PREPA  
("PREPA"), and Shall Only be Filed in Case No.  
17-BK-4780 (LTS)  
Debtor.

-----X  
**URGENT INFORMATIVE MOTION OF THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO WITHDRAWING REQUEST FOR  
INTERIM FINANCING WITH RESPECT TO THE URGENT JOINT MOTION OF THE  
FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO AND  
THE PUERTO RICO FISCAL AGENCY AND FINANCIAL ADVISORY AUTHORITY  
FOR ENTRY OF INTERIM AND FINAL ORDERS (A) AUTHORIZING  
POSTPETITION SECURED FINANCING, (B) GRANTING PRIMING LIENS AND  
PROVIDING SUPERPRIORITY ADMINISTRATIVE EXPENSE CLAIMS, (C)  
MODIFYING THE AUTOMATIC STAY,  
(D) SCHEDULING A FINAL HEARING, AND (E) GRANTING RELATED RELIEF**

<sup>1</sup> The Debtors in these Title III Cases, along with each Debtor's respective Title III case number listed as a bankruptcy case number due to software limitations and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (iv) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); and (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780 (LTS)) (Last Four Digits of Federal Tax ID: 3747).

To The Honorable United States District Court Judge Laura Taylor Swain:

The Puerto Rico Electric Power Authority (“PREPA” or the “Debtor”), by and through the Financial Oversight and Management Board for Puerto Rico (the “Oversight Board”), as the Debtor’s representative pursuant to section 315(b) of the *Puerto Rico Oversight, Management, and Economic Stability Act* (“PROMESA”),<sup>2</sup> respectfully submits this urgent informative motion (the “Urgent Motion”) pursuant to sections 105(a) and 364(d) of title 11 of the United States Code (the “Bankruptcy Code”), made applicable to the Debtor’s title III case pursuant to PROMESA section 301(a), and in compliance with the *Order Further Amending Case Management Procedures* [Case No. 17-3283, Docket No. 1512] (the “Case Management Procedures”) and Puerto Rico Local Bankruptcy Rule 9013-1 (“Local Rule 9013-1”), withdrawing its request for interim financing in connection with the *Urgent Joint Motion of the Financial Oversight and Management Board for Puerto Rico and the Puerto Rico Fiscal Agency and Financial Advisory Authority for Entry of Interim and Final Orders (A) Authorizing Postpetition Secured Financing, (B) Granting Priming Liens and Providing Superpriority Administrative Expense Claims, (C) Modifying the Automatic Stay, (D) Scheduling a Final Hearing, and (E) Granting Related Relief* [ECF No. 549] (the “Postpetition Financing Motion”). In support of this Urgent Informative Motion, the Debtor respectfully represents as follows:

---

<sup>2</sup> PROMESA is codified at 48 U.S.C. §§ 2101-2241.

### **Jurisdiction and Venue**

1. The Court has subject-matter jurisdiction over this Urgent Informative Motion pursuant to PROMESA section 306(a).

2. Venue is proper in this district pursuant to PROMESA section 307(a).

### **Background**

3. On January 27, 2018, the Oversight Board, together with the Puerto Rico Fiscal Agency and Financial Advisory Authority (“AAFAF”), filed the Postpetition Financing Motion to resolve an urgent liquidity crisis at PREPA. Dkt. 549.

4. At the time that the Postpetition Financing Motion was filed, the Oversight Board believed that the final hearing on the Postpetition Financing Motion might not occur until late February or early March, which would leave PREPA with a potential gap in liquidity. Accordingly, the Oversight Board included a request for interim emergency financing in their Postpetition Financing Motion.

5. On February 2, 2018, the Court entered an order which, *inter alia*, scheduled a final hearing on the Postpetition Financing Motion for February 15, 2018. Dkt. 616.

6. In light of the Court’s order, the Oversight Board believes that interim emergency financing is no longer necessary. Accordingly, the Oversight Board withdraws its request for interim emergency financing and plans to proceed with the final hearing in New York on February 15, 2018, per the Court’s order.

### **Reservation of Rights**

7. PREPA and the Oversight Board reserve all rights with respect to the Postpetition Financing Motion, and nothing in this Urgent Informative Motion should be considered a waiver of any argument.

Dated: February 4, 2018  
San Juan, Puerto Rico

Respectfully submitted,

/s/ Martin J. Bienenstock

Martin J. Bienenstock (*pro hac vice*)

Paul V. Possinger (*pro hac vice*)

Ehud Barak (*pro hac vice*)

Maja Zerjal (*pro hac vice*)

**PROSKAUER ROSE LLP**

Eleven Times Square

New York, NY 10036

Tel: (212) 969-3000

Fax: (212) 969-2900

*Attorneys for the Financial Oversight and  
Management Board as representative for the  
Debtor*

/s/ Hermann D. Bauer

Hermann D. Bauer

USDC No. 215205

**O'NEILL & BORGES LLC**

250 Muñoz Rivera Ave., Suite 800

San Juan, PR 00918-1813

Tel: (787) 764-8181

Fax: (787) 753-8944

*Co-Attorneys for the Financial Oversight and  
Management Board as representative for the  
Debtor*